

**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of Claims:**

1. (Cancelled)
2. (Original)        An apparatus for treating water having an MF or UF membrane filter providing pretreatment of feed water for a downstream reverse osmosis unit wherein the reverse osmosis unit has spacers between 15 and 25 mil (381 and 635 microns) thick.
3. (Original)        The apparatus of claim 2 wherein the spacers are between 17 and 22 mil (431.8 and 558.8 microns) thick.
4. (Currently Amended)    The apparatus of claim 2 or 3 wherein the MF or UF membrane filter is a suction driven immersed membrane filter.
5. (Currently Amended)    The apparatus of claim 2 or 3 wherein the reverse osmosis unit is a spiral wound module.
6. (Currently Amended)    The apparatus of claim 2 or 3 used to desalinate salt water.
7. (Currently Amended)    The apparatus of claim 2 or 3 wherein the water is salt water.
8. (New)            The apparatus of claim 2 further comprising an intake between an ocean and the MF or UF membrane filter.